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STATE OF ALABAMA)
)
SHELBY COUNTY)

ARTICLES OF INCORPORATION
OF
ACCESS COMPUTER SERVICES, INC.

TO WHOM IT MAY CONCERN:

We, the undersigned, natural persons of the age of 21 years or more, acting as incorporators of a corporation under the laws of the state of Alabama, adopt the following articles of incorporation for such corporation:

First: The name of the corporation is ACCESS COMPUTER SERVICES, INC.

Second: The period of its duration is perpetual.

Third: The purpose or purposes for which the corporation is organized are:

1. To engage primarily in the specific business of selling, buying, manufacturing, marketing, and distributing computer software and computer hardware.
2. To engage generally in the business of retail and wholesale selling, advertising, and marketing of services of every kind and description and all other acts authorized by law.
3. To engage in any business, related or unrelated to those described in clauses 1 and 2 of this Article, from time to time authorized or approved by the board of directors of this corporation or carry on any other trade or business which can, in the opinion of the board of directors of the company, be advantageously carried on in connection with or auxiliary to those described in clauses 1 and 2 of this Article, and to do all such things as are incidental or conducive to the attainment of the above objects or any of them.

Wayne D. Benfield 6 Torrey Pkwy
Montevallo, AL 35115

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4. To become a member of any partnership or joint venture and to enter into any lawful arrangement for sharing profits and/or losses in any transaction or transactions, and to promote and organize other corporations.
5. To do business anywhere in the world.
6. To have and to exercise all rights and powers that are now or may be hereafter granted to a corporation by law.
7. To acquire, hold, lease, encumber, convey or otherwise dispose of real and personal property within or without the state, and take real and personal property by will, gift, or bequest.
8. To assume any obligations, enter into any contracts, or do any acts incidental to the transaction of its business or to the issue or sale of its securities, or expedient for the attainment of its obligations by mortgage or otherwise.
9. To borrow money and issue bonds, debentures, notes and evidences of indebtedness, and secure the payment of performance of its obligations by mortgage or otherwise.
10. To acquire, subscribe for, hold, own, pledge, and otherwise dispose of and represent shares of stock, bonds, and securities of any other corporation, domestic or foreign.
11. To purchase or otherwise acquire its own bonds, debentures, or other evidences of its indebtedness or obligation, and, subject to the provisions of the corporation laws of the state of incorporation, purchase or otherwise acquire its own shares.
12. Subject to the provisions of these Articles, to redeem shares thereby made subject to redemption.

13. To make donations for the public welfare or for charitable, scientific, or education purposes.

14. To sue and be sued in court.

15. To adopt, use, and at will, alter a corporate seal, but failure to affix a seal shall not affect the validity of any instrument.

16. To make bylaws.

17. To appoint such subordinate officers or agents as its business may require, and to allow them suitable compensation.

The foregoing shall be construed as objects, purposes, and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers now or hereafter conferred on this corporation by the laws of the state of incorporation or any state within which business may be carried on.

The objects, purposes, and powers specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any purposes, and powers specified in each of the clauses or paragraphs of these Articles of Incorporation shall be regarded as independent objects, purposes, or powers.

The corporation may in its bylaws confer powers, not in conflict with law, upon its directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon them by statute.

Fourth: The aggregate number of shares of common stock which the corporation shall have authority to issue is One Thousand (1000) shares of no par value.

Fifth: The corporation will not commence business until at least One Thousand Dollars of its capital stock has been fully paid in and issued.

Sixth: Cumulative voting of shares is authorized.

Seventh: The affairs of the corporation shall be conducted according to law, the terms and provisions of these Articles of Incorporation and such By-Laws as may be adopted by the stockholders.

Eighth: The address of the initial registered office of the corporation is 126 Forest Parkway, Montevallo, Alabama 35115, and the name of its registered agent at such address is B. Wayne Benefield.

Ninth: Address of the principal place of business is 126 Forest Parkway, Montevallo, Alabama 35115.

Tenth: The number of directors constituting the initial board of directors for the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Nina D. Angle	121 Forest Parkway Montevallo, Alabama 35115
Sandra S. Benefield	126 Forest Parkway Montevallo, Alabama 35115
Deborah L. Carnahan	1717 Port South Lane Alabaster, Alabama 35007

Eleventh: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
C. Leon Angle	121 Forest Parkway Montevallo, Alabama 35115
Nina D. Angle	121 Forest Parkway Montevallo, Alabama 35115
B. Wayne Benefield	126 Forest Parkway Montevallo, Alabama 35115
Sandra S. Benefield	126 Forest Parkway Montevallo, Alabama 35115
Ronald W. Carnahan	1717 Port South Lane Alabaster, Alabama 35007
Deborah L. Carnahan	1717 Port South Lane Alabaster, Alabama 35007

Twelfth: No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any director of this corporation is interested in or is a director or officer of any other corporation and any director, individually or jointly, may be a party to or may be interested in any contract or transaction of this corporation or in any contract in which this corporation is interested, and every person who may become a director of this corporation is relieved from any liability that might otherwise exist from contracting with the corporation for himself or any firm, association or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned incorporators have subscribed their names to these Articles of Incorporation on this the 31st day of March, 1982.

C. Leon Angle

B. Wayne Benefield

Ronald H. Carnahan

Maria D. Angle

Andrea J. Benefield

Deborah L. Carnahan



STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify

that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name

Access Computer Services, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Access Computer Services, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in

the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 22, 1982

Date

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF _____ INCORPORATION

OF

ACCESS COMPUTER SERVICES, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of ACCESS COMPUTER SERVICES, INC., duly signed and verified pursuant to the provisions of Section 10-2A-91 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of INCORPORATION of ACCESS COMPUTER SERVICES, INC., and attaches hereto a duplicate original of the Articles of INCORPORATION

GIVEN Under My Hand and Official Seal on this the 2nd day of

APRIL, 19 82

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
DOCUMENT WAS FILED

1982 APR -2 PM 1:03

Rec'd 25.00
Jud 1.00
26.00

Thomas A. Snowden, Jr.

Judge of Probate

Thomas A. Snowden, Jr.
JUDGE OF PROBATE



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